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#### LAW OFFICES

# IVAN A. GOMEZ. P.A.

COURVOISIER CENTRE II
601 BRICKELL KEY DRIVE • SUITE 507
MIAMI, FLORIDA 33131-2623
(305) 371-9213
TELECOPIER (305) 358-4658

IVAN A. GOMEZ
BOARD CERTIFIED TAX ATTORNEY

June 13, 2005

#### FEDERAL EXPRESS#8481 4307 7735

Corporate Records Bureau Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32301

Re:

Avenue Bay View, Inc.

Dear Sir/Madam:

We are enclosing herewith an original and one copy of the Articles of Incorporation for the above-referenced Corporation. In addition, a check in the sum of \$78.75 is enclosed for the following fees:

Filing fee	\$35.00
Certified Copy	\$ 8.75
Registered Agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this certified copy to me, we have enclosed a Federal Express return envelope.

Your prompt attention to this matter is appreciated.

Very truly yours,

Ivan A. Gomez

IAG/ys
C:\WPDOCS:Avenue-Bay-cp\Filing L.wpd
Encl.

cc: Mr. Ricardo De Armas Davila

SECRETARY OF STATE TALLAHAGS F. F. ORIO.

# ARTICLES OF INCORPORATION OF

# AVENUE BAY VIEW, INC. a Florida Corporation

The undersigned, acting as Incorporator of a Florida corporation ("Corporation"), under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

## ARTICLE I

#### **NAME**

The name of the Corporation is AVENUE BAY VIEW, INC.

#### ARTICLE II

## OFFICE AND MAILING ADDRESS

The initial principal office of the Corporation is located at corporate 12609 N.W. 56<sup>th</sup> Street Coral Springs, Florida 33076, and the mailing address of the Corporation is c/o Ivan A. Gomez, P.A., 601 Brickell Key Drive, Suite 507, Miami, Florida 33131.

#### **ARTICLE III**

#### DURATION

The Corporation shall have perpetual existence.

#### ARTICLE IV

#### **PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

#### ARTICLE V

#### CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value Common Stock.

#### **ARTICLE VI**

# INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 601 Brickell Key Drive, Suite 507, Miami, Florida 33131, and the name of the initial Registered Agent of the Corporation at that address is IAG CORPORATE SERVICES, INC.

#### **ARTICLE VI**

#### **INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have one director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The name and address of the initial director of the Corporation is:

<u>Name</u>

Address

Ricardo De Armas Davila

12609 N.W. 56th Street Coral Springs, Florida 33076

#### ARTICLE VII

#### **INCORPORATOR**

The name and address of the person signing these Articles is:

Name

Address

Ivan A. Gomez, P.A.

601 Brickell Key Drive Suite 507 Miami, Florida 33131

# ARTICLE VII

# **AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

	IN WITNESS WHI	EREOF, the undersi	igned has execut	ed these Articles of Incorporation on
this _	13 H day of	TINE	, 2005.	-

IVAN A. GOMEZ, P.A.

Ivan A. Gomez, President Incorporator

# ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of AVENUE BAY VIEW, INC., as made in the foregoing Articles of Incorporation.

IAG CORPORATE SERVICES, INC.

Date: 6/13/05

Ivan A. Gomez, Presiden